

EXHIBIT B

Blackline

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

FRANCHISE GROUP, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 24-12480 (JTD)

(Jointly Administered)

Ref. Docket No. ~~12~~[13](#)

**FIRST OMNIBUS ORDER, PURSUANT TO SECTIONS 105(a), 365(a), AND 554
OF THE BANKRUPTCY CODE, AUTHORIZING THE DEBTORS TO (I) REJECT
CERTAIN (A) UNEXPIRED LEASES OF NONRESIDENTIAL REAL PROPERTY,
(B) UNEXPIRED LEASES OF NONRESIDENTIAL NON-REAL PROPERTY, AND
(C) EXECUTORY CONTRACTS, EFFECTIVE AS OF THE PETITION DATE; AND
(II) ABANDON PERSONAL PROPERTY**

Upon consideration of the motion (the “Motion”)² of the debtors and debtors-in-possession in the above-captioned chapter 11 cases (collectively, the “Debtors”) for

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of their U.S. federal tax identification numbers, to the extent applicable, are Franchise Group, Inc. (1876), Freedom VCM Holdings, LLC (1225), Freedom VCM Interco Holdings, Inc. (2436), Freedom Receivables II, LLC (4066), Freedom VCM Receivables, Inc. (0028), Freedom VCM Interco, Inc. (3661), Freedom VCM, Inc. (3091), Franchise Group New Holdco, LLC (0444), American Freight FFO, LLC (5743), Franchise Group Acquisition TM, LLC (3068), Franchise Group Intermediate Holdco, LLC (1587), Franchise Group Intermediate L, LLC (9486), Franchise Group Newco Intermediate AF, LLC (8288), American Freight Group, LLC (2066), American Freight Holdings, LLC (8271), American Freight, LLC (5940), American Freight Management Company, LLC (1215), Franchise Group Intermediate S, LLC (5408), Franchise Group Newco S, LLC (1814), American Freight Franchising, LLC (1353), Home & Appliance Outlet, LLC (n/a), American Freight Outlet Stores, LLC (9573), American Freight Franchisor, LLC (2123), Franchise Group Intermediate B, LLC (7836), Buddy’s Newco, LLC (5404), Buddy’s Franchising and Licensing LLC (9968), Franchise Group Intermediate V, LLC (5958), Franchise Group Newco V, LLC (9746), Franchise Group Intermediate BHF, LLC (8260); Franchise Group Newco BHF, LLC (4123); Valor Acquisition, LLC (3490), Vitamin Shoppe Industries LLC (3785), Vitamin Shoppe Global, LLC (1168), Vitamin Shoppe Mariner, LLC (6298), Vitamin Shoppe Procurement Services, LLC (8021), Vitamin Shoppe Franchising, LLC (8271), Vitamin Shoppe Florida, LLC (6590), Betancourt Sports Nutrition, LLC (0470), Franchise Group Intermediate PSP, LLC (5965), Franchise Group Newco PSP, LLC (2323), PSP Midco, LLC (6507), Pet Supplies “Plus”, LLC (5852), PSP Group, LLC (5944), PSP Service Newco, LLC (6414), WNW Franchising, LLC (9398), WNW Stores, LLC (n/a), PSP Stores, LLC (9049), PSP Franchising, LLC (4978), PSP Subco, LLC (6489), PSP Distribution, LLC (5242), Franchise Group Intermediate SL, LLC (2695), Franchise Group Newco SL, LLC (7697), and Educate, Inc. (5722). The Debtors’ headquarters is located at 109 Innovation Court, Suite J, Delaware, Ohio 43015.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

the entry of an order (this “Order”), pursuant to sections 105(a), 365, and 554 of the Bankruptcy Code, authorizing the Debtors to (i) reject the Rejected Real Property Leases set forth on Schedule 1 to this Order, effective as of the Petition Date, (ii) reject the Rejected Non-Real Property Leases set forth on Schedule 2 to this Order, effective as of the Petition Date, and (iii) reject the Rejected Executory Contracts set forth on Schedule 3 to this Order, effective as of the Petition Date, and (iv) abandon personal property; and upon consideration of the Motion and all pleadings related thereto, including the First Day Declaration; and due and adequate notice of the Motion having been given under the circumstances; and having determined that no other or further notice of the Motion is required; and having determined that this Court has jurisdiction to consider the Motion in accordance with 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated as of February 29, 2012; and having determined that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and having determined that venue of these Chapter 11 Cases and the Motion is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors, and other parties in interest; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.
2. Pursuant to sections 105(a) and 365(a) of the Bankruptcy Code and Bankruptcy Rule 6006, the Rejected Leases, to the extent not already terminated in accordance with their applicable terms or upon agreement of the parties, are hereby rejected by the Debtors, with such rejection being effective as of the Petition Date.

3. Pursuant to sections 105(a) and 365(a) of the Bankruptcy Code and Bankruptcy Rule 6006, the Rejected Executory Contracts, to the extent not already terminated in accordance with their applicable terms or upon agreement of the parties, are hereby rejected by the Debtors, with such rejection being effective as of the Petition Date.

4. Pursuant to sections 105(a) and 554(a) of the Bankruptcy Code and Bankruptcy Rule 6007, any Personal Property remaining, as of the Petition Date, on the Rejected Premises is hereby abandoned by the Debtors, with such abandonment being effective as of the Petition Date. Landlords of the Rejected Premises may dispose of any and all Abandoned Personal Property remaining on the Rejected Premises without further notice or liability to any third party or the Debtors. To the extent necessary, the automatic stay is modified to allow such disposition.

5. If the Debtors have deposited monies with a counterparty to a Rejected Agreement as a security deposit or other arrangement, such counterparty may not setoff or recoup or otherwise use such deposit without the prior authority of this Court.

6. Any person or entity that holds a claim that arises from the Rejected Agreements must file a proof of claim based on such rejection by the later of (i) the last date and time for each person or entity to file proofs of claim based on prepetition claims against any of the Debtors as set by an order of this Court; or (ii) thirty (30) days after the entry of this Order.

7. Nothing in this Order shall impair, prejudice, waive or otherwise affect any of the rights of the Debtors or any other party to: (a) assert or contest that the Rejected Agreements (i) were terminated on the Petition Date, or (ii) are not executory contracts or unexpired leases under section 365 of the Bankruptcy Code; (b) assert or contest that any claim for damages arising from the rejection of the Rejected Agreements is limited to the remedies available under any applicable termination provisions of the Rejected Agreements; (c) assert or contest that any

such claim is an obligation of a third party, and not that of the Debtors or their estates; or

(d) otherwise assert or contest any claims that may be asserted in connection with the Rejected Agreements. All rights, claims, defenses and causes of action that the Debtors and their estates may have against the counterparties to the Rejected Agreements, whether or not such claims arise under, are related to the rejection of, or are independent of the Rejected Agreements, are reserved, and nothing herein is intended or shall be deemed to impair, prejudice, waive or otherwise affect such rights, claims, defenses and causes of action. Additionally, all rights, claims, defenses, and causes of action of any counterparty to the Rejected Agreements, whether or not such claims arise under, are related to the rejection of, or are independent of the Rejected Agreements, are reserved, and nothing herein is intended or shall be deemed to impair, prejudice, waive or otherwise affect such rights, claims, defenses and causes of action.

8. Nothing this Order shall be construed to (a) create or perfect, in favor of any person or entity, any interest in cash of a Debtor that did not exist as of the Petition Date or (b) alter or impair any security interest or perfection thereof, in favor of any person or entity, that existed as of the Petition Date.

9. Nothing in this Order shall create, nor is intended to create, any rights in favor of or enhance the status of any claim held by any party.

10. The requirements in Bankruptcy Rules 6006 and 6007 are satisfied.

11. The Debtors are authorized to take any and all actions necessary to effectuate the relief granted herein.

12. Notwithstanding any applicability of Bankruptcy Rule 6004(h), the terms and conditions of this Order shall be effective and enforceable immediately upon its entry.

13. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation or interpretation of this Order.

Schedule 1

Rejected Real Property Leases¹

¹ Each, as may be amended, modified, or supplemented from time to time and together with any schedules thereto.

Debtor Entity	Counterparty	Counterparty's Address	Rejected Agreement and Property	Store
American Freight, LLC	8701 Airport, L.P.	8701 Airport, L.P. 3100 Monticello, Suite 765 Dallas, TX 75225 Attn: Don Farris	Lease Agreement , dated May 8, 2017 8701 N Airport Fwy. North Richland Hills, TX 76180	148
American Freight, LLC	AFREIGHT Holdings, LLC	AFREIGHT Holdings, LLC 300 N. Main Street 5th Floor Stamford, CT 06901	Lease , dated November 1, 2014, and Omnibus Lease Termination and Settlement Agreement , dated August 23, 2024 8000 Broadway Merrillville, IN 46410	73
American Freight, LLC	AFREIGHT Holdings, LLC	AFREIGHT Holdings, LLC 300 N. Main Street 5th Floor Stamford, CT 06901 Attn: Steve Belford	Lease , dated November 1, 2014, and Omnibus Lease Termination and Settlement Agreement , dated August 23, 2024 1000 Front Street Vestal, NY 13850	84
American Freight, LLC	AFREIGHT Holdings, LLC	AFREIGHT Holdings, LLC 300 N. Main Street 5th Floor Stamford, CT 06901 Attn: Steve Belford	Lease , dated November 1, 2014, and Omnibus Lease Termination and Settlement Agreement , dated August 23, 2024 1503 Washington Rd. Washington, IL 61571	95
American Freight, LLC	Brown Deer Mall LLC	Brown Deer Mall LLC 19315 Compton Lane Brookfield, WI 53045 Attn: Property Manager c/o Mallory Properties	Lease Agreement , dated December 16, 2020 8173 West Brown Deer Rd. Milwaukee, WI 53223	140
American Freight, LLC	Claycomo Shopping Center, LLC	Claycomo Shopping Center, LLC 737 West Chester Pike, Suite 5 Haverton, PA 19083 Attn: Judith Becker Rubin	Lease Agreement , dated September 6, 2018 437 NE US Highway 69 Claycomo, MO 64119	169
American Freight, LLC	Combined Properties Limited Partnership	Combined Properties Limited Partnership W 3995 Kelly Rd. Lake Geneva, WI 53147 Attn: Steven Schultz	Lease Agreement , dated December 9, 2020 1818 Milton Ave. Janesville, WI 53545	202
American Freight, LLC	DIR Roberts Dearborn LLC	DIR Roberts Dearborn LLC c/o Dream Industrial Management (GP) Inc., State Street Financial Centre 30 Adelaide Street East, Suite 301, Toronto, ON M5C 3H1 Attn: Lenis Quan Osler Hoskin & Harcourt LLP, 1 First Canadian Place 100 King Street West, Suite 6100 Toronto, ON M5X 1B8 Attn: Stella Di Cresce	Lease Agreement , dated May 15, 2019 4701 Roberts Road Columbus, Ohio 43228	17
American Freight FFO, LLC	Eagle-North Hills Shopping Center LP	Eagle-North Hills Shopping Center LP 5420 LBJ Freeway, Suite 570 Dallas, TX 75240 Attn: Michael Hershman	Lease Agreement , dated June 24, 2017 1140 North Hills Center Ada, OK 74820	238
American Freight, LLC	Fredric Singer	Fredric Singer [ADDRESS ON FILE]	Lease Agreement , dated August 13, 2015 1930 Silas Deane Highway Rocky Hill, CT 06067	113
American Freight, LLC	Integra CRE, LLC	Integra CRE, LLC 3270 E. 17th St., #210 Ammon, ID 83406, Attn: Jerry N. Ward, President Integra CRE, LLC 3270 E. 17th St., #210 Ammon, ID 83406 Attn: General Counsel	Lease Agreement , dated January 4, 2024 1720 North Main Street Logan, UT 84341	311
American Freight FFO, LLC	J&L Development Company	J&L Development Company 2210 W. Kingshighway, Suite 9 Paragould, AR 72450 Attn: Jason Gazaway	Lease Agreement , dated June 16, 2016 1210 Linwood Dr. Paragould, AR 72450	236
American Freight, LLC	Kimbrell Ark Properties LLC	Kimbrell Ark Properties LLC 4900 Poplar Springs Drive, Suite 24 Meridian, MS 39305 attn: Cathy Feltenstein	Lease Agreement , dated August 3, 2020 2110 N Frontage Rd. Meridian, MS 39301	197
American Freight, LLC	Lawrence F. Kolb & Catherine M. Kolb	Lawrence F. Kolb & Catherine M. Kolb 214 Prodo Drive, Suite 101 P.O.Box 8850 Jefferson City, MO 65102	Lease Agreement , dated September 1, 2019 2233 Missouri Blvd. Jefferson City, MO 65109	185
American Freight, LLC	LEAF Eterna, LLC	LCRF, LLC 12295 Olive Blvd. St. Louis, MO 63141 Attn: Robert Weijert	Lease Agreement , dated September 11, 2018 6495 Quivira Rd. Shawnee, KS 66216	170
American Freight, LLC	Midwest Commercial Funding, LLC	Midwest Commercial Funding, LLC 1521 Waukecha Rd. Caledonia, WI 53108 Attn: Robert Chandler	Lease Agreement , dated September 21, 2020 4224 Gander Rd. Sheboygan, WI 53803	201
American Freight, LLC	Mr Stealth LLC	Mr Stealth LLC 181 S. Franklin Ave. Valley Stream, NY 11581 Attn: Mark Rubin	Lease Agreement , dated June 4, 2020 405 George Wallace Drive Gadsden, AL 35903	194
American Freight, LLC	Muenchens Unlimited, LLC	Muenchens Unlimited, LLC 1783 E Ohio Pike Amelia, OH 45012 Attn: Stephen Muenchen	Lease Agreement , dated June 7, 2021 1783 E State Route 125 Amelia, OH 45102	263
American Freight, LLC	Slidell Athletic Club Property, LLC	Slidell Athletic Club Property, LLC 1311 Gause Blvd. Slidell, LA 70458 Attn: Robert Thirstrup	Lease Agreement , dated February 5, 2020 1317 Gause Blvd. Slidell, LA 70458	186
American Freight, LLC	Tenalok Partners	Tenalok Partners 945 Heights Boulevard Houston, TX 77008 Attn: Lease Administration	Lease Agreement , dated September 8, 2021 3009 E Frank Phillips Blvd. Bartlesville, OK 74006	270
American Freight, LLC	Tyler Heirs Separate Property, LLC	Tyler Heirs Separate Property, LLC 46376 North Morrison Blvd. Hammond, LA 70401 Attn: Glenda Tyler Whitaker	Lease Agreement , dated September 23, 2020 2103 Highway 190 E Hammond, LA 70401	208
American Freight, LLC	US Investments	US Investments 6644 Antoine Dr Houston, TX 77091 Attn: Dan Nankani	Lease Agreement , dated March 21, 2019 6620 Antoine Dr. Houston, TX 77091	178
American Freight, LLC	Warner Robins Perlmix, LLC	Warner Robins Perlmix, LLC 1220 East 16th Ave, PO Box 1097 Cordele, GA 31015 Attn: Larry Peris	Lease Agreement , dated March 16, 2021 844 N Houston Rd. Warner Robins, GA 31093	259
Debtor Entity	Counterparty	Counterparty's Address	Rejected Agreement and Property	Store

American Freight, LLC	WFD Investments, LLC	WFD Investments, LLC 5708 Warden Road Sherwood, AR 72120 Attn: HCB,LLLP	<i>Lease Agreement</i> , dated June 26, 2015 9908 Interstate 30 Little Rock, AR 72209	110
American Freight FFO, LLC	White Lane Bakersfield LLC	White Lane Bakersfield LLC White Lane Bakersfield LLC, c/o National Sales Inc. 15001 S. Figueroa Street, Gardena, CA 90248 Attn: Real Estate Department	<i>Lease Agreement</i> , dated August 26, 2013 2300 White Lane, Suite A Bakersfield, CA 93304	4029
American Freight, LLC	York Realty Investment, LLC	York Realty Investment, LLC 230 Chatham Ave. Sugar Land, TX 77479 Attn: Armeen Kesaria	<i>Lease Agreement</i> , dated May 1, 2019 12355 Fondren Rd. Houston, TX 77035	181

Schedule 2

Rejected Non-Real Property Leases²

[Intentionally Omitted]

² Each, as may be amended, modified, or supplemented from time to time and together with any schedules thereto.

Schedule 3

Rejected Executory Contracts³

³ Each, as may be amended, modified, or supplemented from time to time and together with any schedules thereto.

Debtor Entity	Counterparty	Contract Counterparty and Address	Rejected Agreement
American Freight Franchisor, LLC	5643 LLC	5643 LLC PO Box 6715 Marietta, GA 30066 Attn: Muhammed Ilikhar Ihop4445@gmail.com	Franchise Agreement , dated April 22, 2022, as amended
American Freight Franchisor, LLC	A Team Sales, LLC	A Team Sales, LLC 2332 Kodak Drive NE Atlanta, GA 30345 A Team Sales, LLC 2332 Kodak Drive NE Atlanta, GA 30345	Franchise Agreement , as amended (Marietta), dated October 23, 2019
American Freight Franchisor, LLC	A Team Sales, LLC	A Team Sales, LLC 2332 Kodak Drive NE Atlanta, GA 30345	Franchise Agreement , as amended (Lawrenceville), dated October 23, 2019
American Freight Franchisor, LLC	A Team Sales, LLC	A Team Sales, LLC 2332 Kodak Drive NE Atlanta, GA 30345	Franchise Agreement , as amended (Tucker), dated October 23, 2019
American Freight Franchisor, LLC	AF Austin Ventures, LLC	AF Austin Ventures, LLC 2211 La Salle Drive Marietta, GA 30062 gparsons@freemarycapital.com	Franchise Agreement ,dated April 29, 2021, as amended
Franchise Group, Inc.	Atlanticus Services Corporation	Atlanticus Services Corporation Five Concourse Parkway, Suite 300 Atlanta, GA 30328 Attn: David Gossau, Chief Commercial Officer	Reconciliation Agreement , dated May 4, 2022
American Freight, LLC	Berns Communications Group, LLC	Berns Communications Group, LLC 475 Park Avenue South, 29th Floor New York, NY 10016 Attn: Stacy Berns	Agreement and Scope of Services , dated August 22, 2023
Franchise Group, Inc.	Brian Kahn	Brian Kahn [ADDRESS ON FILE] Brian Kahn c/o Derek C. Abbott, Partner Morris, Nichols, Archt & Turnell LLP 1201 North Market Street P.O. Box 1347 Wilmington, DE 19899-1347 dabbott@morrisonichols.com	Consulting Agreement , dated January 19, 2024
American Freight Franchisor, LLC	Cambridge Goods LLC	Cambridge Goods LLC 3001 W. Big Beaver Road, Suite 324 Troy, MI 48064 tpurthier@cambridgeinvestors.com	Franchise Agreement , dated July 14, 2022, as amended
American Freight, LLC	CBRE, Inc.	CBRE, Inc. 2100 Midway Avenue, Suite 900 Dallas, TX 75201 Attn: Nancy Westphal, General Counsel - Global Workplace Solutions albert.stable@cbre.com	Lease Audit Services Agreement , dated July 20, 2022
American Freight Franchisor, LLC	DP Contour, LLC	DP Contour, LLC 511 W. French Place San Antonio, TX 78212 Attn: Rich Funke or Paul McClintock rich@dp-group.com	Franchise Agreement , dated September 8, 2022, as amended,
American Freight, LLC	Forum Analytics, a wholly owned subsidiary of CBRE, Inc.	Forum Analytics, a wholly owned subsidiary of CBRE, Inc. C/O CBRE, Inc. 2100 Midway Avenue, Suite 900 Dallas, TX 75201 Attn: Nancy Westphal, General Counsel - Global Workplace Solutions albert.stable@cbre.com	Services Agreement , dated September 7, 2012
American Freight, LLC	FullContact, Inc.	FullContact, Inc. 1580 N. Logan St. Ste. 660 PMB 45057 Denver, CO 80203 Attention: Legal Department Email: legal@fullcontact.com	Order Form and Services Agreement , dated December 6, 2023
American Freight, LLC	Gexa Energy, LP	Gexa Energy, LP-601 Trawis St., Ste 1400 Houston, TX 77002 Attn: Contract Administration tx@gexaenergy.com	Electricity Sales Agreement , dated July 8, 2024
American Freight Franchisor, LLC	Godfrey Ukwoma	Godfrey Ukwoma [ADDRESS ON FILE]	Franchise Agreement , dated February 10, 2023, as amended
American Freight, LLC	Interstate Gas Supply, LLC	Interstate Gas Supply, LLC 6100 Emerald Parkway Dublin, OH 43016 Attn: Commercial & Industrial Sales	Electricity Purchase Contract (West Penn Power), dated August 23, 2024
American Freight, LLC	Interstate Gas Supply, LLC	Interstate Gas Supply, LLC 6100 Emerald Parkway Dublin, OH 43016 Attn: Commercial & Industrial Sales	Electricity Purchase Contract (Columbus Southern Power; Ohio Power), dated August 23, 2024
American Freight, LLC	Interstate Gas Supply, LLC	Interstate Gas Supply, LLC 6100 Emerald Parkway Dublin, OH 43016 Attn: Commercial & Industrial Sales	Electricity Purchase Contract (AES Ohio), dated August 23, 2024
American Freight, LLC	Interstate Gas Supply, LLC	Interstate Gas Supply, LLC 6100 Emerald Parkway Dublin, OH 43016 Attn: Commercial & Industrial Sales	Electricity Purchase Contract (Duquesne Light), dated August 23, 2024
American Freight, LLC	Interstate Gas Supply, LLC	Interstate Gas Supply, LLC 6100 Emerald Parkway Dublin, OH 43016 Attn: Commercial & Industrial Sales	Electricity Purchase Contract (Duke Energy), dated August 23, 2024
American Freight, LLC	Interstate Gas Supply, LLC	Interstate Gas Supply, LLC 6100 Emerald Parkway Dublin, OH 43016 Attn: Commercial & Industrial Sales	Electricity Purchase Contract (Tideco Edison), dated August 23, 2024
American Freight, LLC	Interstate Gas Supply, LLC	Interstate Gas Supply, LLC 6100 Emerald Parkway Dublin, OH 43016 Attn: Commercial & Industrial Sales	Electricity Purchase Contract (Ohio Edison), dated August 23, 2024
American Freight, LLC	Interstate Gas Supply, LLC	Interstate Gas Supply, LLC 6100 Emerald Parkway Dublin, OH 43016 Attn: Commercial & Industrial Sales	Electricity Purchase Contract (The Illuminating Company), dated August 23, 2024
American Freight, LLC	Interstate Gas Supply, LLC	Interstate Gas Supply, LLC 6100 Emerald Parkway Dublin, OH 43016 Attn: Commercial & Industrial Sales	Electricity Purchase Contract (Powers), dated August 23, 2024
American Freight, LLC	Interstate Gas Supply, LLC	Interstate Gas Supply, LLC 6100 Emerald Parkway Dublin, OH 43016 Attn: Commercial & Industrial Sales	Electricity Purchase Contract (PP&L Electric Utilities), dated August 23, 2024
American Freight Franchisor, LLC	Bonkins Rental LLC	Bonkins Rental LLC Stogelchase Trail Longview, TX 75605 Attn: Laura S. Bonkins laurabonkins@gmail.com	Franchise Agreement , dated June 5, 2022, as amended
American Freight Franchisor, LLC	Jeremy Nowak	Jeremy Nowak [ADDRESS ON FILE]	Franchise Agreement , as amended, dated 6/17/2021
American Freight FEO, LLC	KELMAR Safety Inc.	KELMAR Safety Inc. 221 West Main Greenfield, RI 02640	Consulting Services Agreement , dated August 22, 2018

<u>American Freight Franchisor, LLC</u>	<u>Llando Arellano Jr.</u>	<u>Llando Arellano Jr.</u> <u>(ADDRESS ON FILE)</u>	<u>Franchise Agreement, dated April 20, 2023, as amended</u>
<u>American Freight Franchisor, LLC</u>	<u>Mohamad Atieh</u>	<u>Mohamad Atieh</u> <u>(ADDRESS ON FILE)</u>	<u>Franchise Agreement, dated November 8, 2022, as amended</u>

Debtor Entity	Counterparty	Contract Counterparty and Address	Rejected Agreement
American Freight, LLC	Interstate Gas Supply, LLC	Interstate Gas Supply, LLC 6100 Emerald Parkway Dublin, OH 43016 Attn: Commercial & Industrial Sales	Electricity Purchase Contract (Toledo Edison) , dated August 23, 2024
American Freight, LLC	Interstate Gas Supply, LLC	Interstate Gas Supply, LLC 6100 Emerald Parkway Dublin, OH 43016 Attn: Commercial & Industrial Sales	Electricity Purchase Contract (Ohio Edison) , dated August 23, 2024
American Freight, LLC	Interstate Gas Supply, LLC	Interstate Gas Supply, LLC 6100 Emerald Parkway Dublin, OH 43016 Attn: Commercial & Industrial Sales	Electricity Purchase Contract (The Illuminating Company) , dated August 23, 2024
American Freight, LLC	Interstate Gas Supply, LLC	Interstate Gas Supply, LLC 6100 Emerald Parkway Dublin, OH 43016 Attn: Commercial & Industrial Sales	Electricity Purchase Contract (Penelec) , dated August 23, 2024
American Freight, LLC	Interstate Gas Supply, LLC	Interstate Gas Supply, LLC 6100 Emerald Parkway Dublin, OH 43016 Attn: Commercial & Industrial Sales	Electricity Purchase Contract (PPL Electric Utilities) , dated August 23, 2024
American Freight Franchisor, LLC	Jenkins Rental LLC	Jenki ns Rent al LLC 2 Steep lecha se Trail Longvi ew, TX 75605 Attn: Llaura S. Jenkins llaurajenkins@gmail.com	Franchise Agreement , dated June 5, 2022, as amended
American Freight Franchisor, LLC	Jeremy Nowak	Jere my Now ak [ADD RESS ON FILE]	Franchise Agreement , as amended, dated 6/17/2021
American Freight FFO, LLC	KELMAR Safety Inc.	KELM AR Safety Inc. 221 West Main Greenfield, IN 46140	Consulting Services Agreement , dated August 22, 2019
American Freight Franchisor, LLC	Liandro Arellano Jr.	Liand ro Arell ano Jr. [ADD RESS ON FILE]	Franchise Agreement , dated April 20, 2023, as amended
American Freight Franchisor, LLC	Mohamad Atieh	Moh ama d Atieh [ADD RESS ON FILE]	Franchise Agreement , dated November 8, 2022, as amended
American Freight Franchisor, LLC	Mohamad Atieh	Mohamad Atieh (ADDRESS ON FILE)	Franchise Agreement , dated June 25, 2021, as amended
Franchise Group, Inc.	Nasdaq Corporate Solutions, LLC Nasdaq Pty Ltd Nasdaq Korea Ltd. Nasdaq Corporate Solutions International Limited	Nasdaq Corporate Solutions, LLC 151 W 42nd St New York, NY 10036 Nasdaq Pty Ltd Level 8 - 68 Harrington Street Sydney, New South Wales - 2000 Australia Nasdaq Korea Ltd. 22nd Floor, Two HFC 10 Gukjeonjung-ro, Yeongdeungpo-gu, Seoul 07236 South Korea Nasdaq Corporate Solutions International Limited 22 Bishopgate London, EC2N 4BD United Kingdom Office of General Counsel, Nasdaq, Inc. 805 King Farm Blvd Rockville MD, 20850 Attention: Contracts Group (GCS)	Master Services Agreement , dated March 30, 2022

American Freight, LLC	Omni Hotels Management Corporation, as agent on behalf of Frisco Silver Star Hotel Company, LLC d/b/a Omni Frisco Hotel at The Star	Omni Hotels Management Corporation, as agent on behalf of Frisco Silver Star Hotel Company, LLC d/b/a Omni Frisco Hotel at The Star 11 Cowboys Way Frisco, TX 75034 Attn: Emily Miller, Director, National Accounts emiller@omnihotels.com	Letter of Agreement (American Freight 2026 Annual Meeting), dated June 5, 2024
American Freight, LLC	Omni Hotels Management Corporation, as agent on behalf of Frisco Silver Star Hotel Company, LLC d/b/a Omni Frisco Hotel at The Star	Omni Hotels Management Corporation, as agent on behalf of Frisco Silver Star Hotel Company, LLC d/b/a Omni Frisco Hotel at The Star 11 Cowboys Way Frisco, TX 75034 Attn: Emily Miller, Director, National Accounts emiller@omnihotels.com	Letter of Agreement (American Freight 2025 Annual Meeting), dated June 5, 2024
American Freight Franchisor, LLC	Rabih Awad	Rabih Awad (ADDRESS ON FILE)	Franchise Agreement, dated April 29, 2021, as amended
American Freight, LLC	Radaro Inc.	Radaro Inc. 6872 Highover Dr. Chanhassen, MN 55317	Software License and Services Agreement, dated March 14, 2023
American Freight Franchisor, LLC	Troy Caron	Troy Caron (ADDRESS ON FILE)	Franchise Agreement, dated May 2, 2024, as amended
American Freight, LLC	Zinotex Imports Inc.	Zinotex Imports Inc. 2017 N. 25th Ave. Franklin Park, IL 60131	Area Rug Metal Display Racks • Display Rug Agreement, dated August 21, 2019